In re Aegis Corporation, *et al.*, Case No. 07-11119 (BLS) (Jointly Administered)
EPD/Breach Claim Questionnaire

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
	)	
AEGIS MORTGAGE CORPORATION, *et al.*[1]	)	Case No. 07-11119 (BLS)
	)	(Jointly Administered)
Debtors.	)	
	)	Re: Docket No. [Insert]

EPD/BREACH CLAIM QUESTIONNAIRE

NOTE: The purpose of this questionnaire is to gather information sufficient to estimate EPD/Breach Claims for voting purposes.[2] The definition of an EPD/Breach Claim is set forth in the Plan. The Plan provides that the Holders of EPD/Breach Claims (Submitted) (*i.e.*, those Holders of EPD/Breach Claims that do not affirmatively elect to opt out from the application of the EPD/Breach Claim Protocol to the allowance of their claims), will also be required to complete an "EPD/Breach Claim Questionnaire" in order to implement the EPD/Breach Claim Protocol for <u>distribution</u> purposes. This questionnaire requests the same information as the EPD/Breach Claim questionnaire contemplated by the Plan, and thus, the Debtors will use this form <u>both</u> for estimating EPD/Breach Claims for voting purposes <u>and</u> for determining the amount that Holders of Allowed EPD/Breach Claims (Submitted) will be entitled to receive under the Plan. If the Debtors need additional information in order to determine how much they will distribute to Holders of Allowed EPD/Breach Claims (Submitted), they may request supplemental responses to this EPD/Breach Claim Questionnaire in order to collect that information.

IF YOU DO NOT COMPLETE, NOTARIZE AND TIMELY SUBMIT THIS FORM TO THE DEBTORS BY THE DATES REFERENCED BELOW, YOUR RIGHTS MAY BE AFFECTED.

<u>IMPORTANT – Voting Deadline</u>: If you are the Holder of an EPD/Breach Claim and do *not* timely return this questionnaire by [Date], then, strictly for voting purposes, your claim shall be temporarily allowed in the amount of $1.00. If the form is timely returned, the Debtors will use the EPD/Breach Claim Protocol to determine the amount of the claim that will be temporarily allowed for voting purposes.

<u>IMPORTANT – Plan Deadline</u>: If you are the Holder of an EPD/Breach Claim (Submitted) and do *not* timely return this questionnaire by [Date], then you shall be forever barred from asserting an EPD/Breach Claim against the Debtors or their property, or sharing in any distributions under the Plan. If the form is timely returned, the Debtors will use the EPD/Breach Claim Protocol to determine the amount of the claim that will be allowed for distribution purposes.

YOU MUST PROVIDE A SEPARATE QUESTIONNAIRE FORM FOR EACH FILED EPD/BREACH CLAIM.

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[1] The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: Aegis Mortgage Corporation (9883); Aegis Wholesale Corporation (9888); Aegis Lending Corporation (9884); Aegis Correspondent Corporation (0359); Aegis Funding Corporation (9886); Aegis Mortgage Loan Servicing Corporation (0515); Solutions Settlement Services of America Corporation (6879); Solutions Title of America Corporation (7045); and Aegis REIT Corporation (3436). The address for all Debtors is 11381 Meadowglen, Suite 1, Houston, TX 77042.

[2] Capitalized terms not otherwise defined herein have the meanings ascribed to them in the *Amended Chapter 11 Plan of Aegis Mortgage Corporation, et al.* [Docket No. ____], dated July 12, 2010 (as the same may be subsequently amended, the "Plan").

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PART I – Background Information.

Please complete the following information (and note any updated information from your Proof of Claim filed in the Chapter 11 cases).

Claimant _____

Address _____

_____

_____

Contact _____

Contact's Phone _____

Contact's Email _____

Filed Claim Number _____

Did one of your related/affiliated legal entities file a Claim against any of the Debtors?   ☐ Yes   ☐ No

If so, provide the name, affiliation, nature of your relationship to that entity, and whether any portion of the Claim is duplicative.

_____
_____
_____
_____

Type(s) of EPD/Breach Claim asserted (check *all* that apply):

☐ EPD/FPD Claim (Early Payment Default/First Payment Default)

☐ Breach of Warranty or Representation Claim

☐ Other (describe below):

_____
_____
_____
_____

PLEASE RETURN EACH QUESTIONNAIRE FORM (AND ALL ACCOMPANYING INFORMATION) NO LATER THAN THE DEADLINE(S) REFERENCED ABOVE TO:

Aegis Mortgage Corporation
Attn: Michael Balog
11381 Meadowglen, Suite 1
Houston, TX 77042
Email: Mike.Balog@aegismtg.com

PART II – Information and Documentation Required for **All** EPD/Breach Claims.

The following information will be used to estimate damages with respect to (i) asserted *breaches* of warranties and representations on loans purchased from any Debtor entity, including contingent, unliquidated claims for breaches that have yet to be asserted by you (*see* Parts II and III), and (ii) *EPD/FPD* claims (*see* Parts II and IV). However, under the EPD/Breach Claim Protocol, EPD/FPD claims will take precedence over breach claims. Thus, to the extent that a creditor establishes a valid EPD or FPD claim for a particular loan, that loan's UPB as of August 31, 2007, will be **excluded** from the pool of loans for which breaches are computed. Accordingly, to enable the highest degree of accuracy in the calculation of your EPD/Breach Claims, you are requested to provide **two** electronic spreadsheets or databases: (1) one, listing only those individual loans that give rise to EPD/FPD claims (*see* Parts II and IV), and (2) two, listing the remaining loans or pools of loans for which a breach of warranty or representation is asserted (*see* Parts II and III), **excluding** the foregoing individual EPD/FPD loans on the first spreadsheet.

Documentary Information for All EPD/Breach Claims - For the loans appearing on either spreadsheet or database requested in Parts III and IV, please provide the following information. As applicable, this information may be provided on a pool basis. This information need not appear in a spreadsheet or database, but it must be provided in a manner that clearly identifies the specific loan(s) in either the spreadsheet or database described in Parts III and IV below, to which the documentary information relates. Alternatively, if you assert claims arising from more than one sale transaction, you may provide a separate spreadsheet or database with respect to each sale transaction.

- Date of the loan purchase transaction giving rise to the claim(s) _____

- Name of the lender who originated the loan _____

- Purchase price paid in each sale transaction _____

- Number of loans in each sale transaction _____

- Did you have any holdback of the purchase price?   □ Yes   □ No

  - If yes, provide the amount _____

  - List all documents related to the sale and respective closing date (and also provide a copy of each master loan purchase agreement (or similar document) pursuant to which the loan was sold by Aegis).

Document Name	Closing Date

If you are responding to this questionnaire in your capacity as a mortgage loan servicer for another entity, then for each loan for which this is the case, please identify the owner or investor on whose behalf you are responding to this questionnaire.

Please note: The following directions refer to "live" electronic spreadsheets or databases. This means spreadsheets or databases that are not password protected or locked in any way (as a whole or by cells) and are not in a format, such as Adobe PDF, that is not readily useful for accounting purposes or statistical analysis. The preferred format for spreadsheets and databases is Microsoft Excel or Microsoft Access.

PART III – Information and Documentation Required for **Breach** Claims.

The date of sale of the loan by Aegis to the entity making the claim is vitally important for this estimation. Therefore, the first element of information required below for each loan is the date of the sale of the loan by Aegis to the claimant, and the spreadsheet or database must group the loans in the spreadsheet or database **by year** for sales occurring in 2003, 2004 and 2005, and **by year and then by quarter** for sales occurring in 2006 and 2007.

Please remember that for each loan for which you assert a Breach claim, you must provide all the documentary information set forth in Part II, and within that documentary information, you must identify the relevant provisions establishing the claimed right to payment from the Debtors because of the asserted Breach.

Spreadsheet or Database #1: Breach Claims - For each loan purchase transaction(s) that resulted in an asserted breach claim, provide in "live" electronic spreadsheet or database format the following data for each loan included in the population of loans purchased (as noted above, please do not list in this spreadsheet or database the information for individual loans underlying EPD/FPD claims under Part IV below):

- Date of the sale of the loan by Aegis to the claimant, grouped by year for sales occurring in 2003, 2004 and 2005, and grouped by year and by quarter for sales occurring in 2006 and 2007.

- Aegis loan number [Note: Providing the Aegis loan number is essential for an accurate estimation of your claim.]

- Borrower name

- Nature of asserted breach and date of occurrence

- The UPB as of August 31, 2007, or alternatively, as of the date of sale or foreclosure, as the case may be, if (i) you sold the loan before August 31, 2007, or if (ii) the loan was foreclosed before August 31, 2007. If the loan was sold or foreclosed, you must indicate which event applies (loan sold or loan foreclosed) and the date of event

- If the documents under which the loan was sold to you by Aegis do not contain EPD/FPD provisions but do allow repurchase claims for breaches of other types of representations and warranties, mark each loan to which this asserted repurchase obligation applies

- The Debtor entity you assert is liable on your claim [Note: If you assert that more than one Aegis entity is liable for such claim, provide all documents or evidence that you believe support this assertion.]

If you were not the original purchaser from the Debtors, identify the entity that sold the loan to you and certify under penalty of perjury that you have the right to assert EPD/Breach Claims for this loan

If you no longer own the loan, provide the date of the sale, the identity of the purchaser and certify under penalty of perjury that you retained the right to assert EPD/Breach Claims for this loan

PART IV – Information and Documentation Required for <u>EPD/FPD</u> Claims.

Please remember that for each loan for which you assert an EPD/FPD claim, you must provide all the documentary information set forth in Part II, and within that documentary information, you must identify the relevant provisions establishing the claimed right to payment from the Debtors because of the asserted EPD/FPD.

<u>Spreadsheet or Database #2: EPD/FPD Claims</u> - Estimation of EPD/FPD claims entails different considerations than estimating contingent breach of warranty claims. Thus, in addition to the information provided in Part II, you must also provide additional data for EPD/FPD claims or similar non-contingent breach of warranty claims. All data is to be provided in "live" electronic spreadsheet or database format (as noted above, a separate spreadsheet or database is requested for the individual loans underlying the EPD/FPD claims).   For each loan for which you assert an EPD/FPD claim:

- Date of the sale of the loan by Aegis to the claimant.

- Aegis loan number [Note: **Providing the Aegis loan number is essential for an accurate estimation of your claim.**]

- Lien priority, whether first lien or second lien

- Borrower name

- The date of the borrower default

- Nature of default, EPD or FPD

- The borrower payment history through August 31, 2007

- If the loan was modified as to payment terms (principal or interest) after you purchased it from Aegis and before August 31, 2007, identify the loan in the spreadsheet or database as having been modified

- The UPB of the loan as of August 31, 2007, or alternatively, the UPB of the loan, as the case may be, as of (1) the date you sold the loan, or (2) the date the loan was foreclosed. If the loan was sold or foreclosed, you must indicate which event applies (loan sold or loan foreclosed) and the date of event

- Using one of the loan statuses shown below, the status of the loan as of August 31, 2007, or alternatively, if you sold the loan prior to August 31, 2007, as of the date of sale:
  - □ Current
  - □ 31-60 days delinquent
  - □ 61-90 days delinquent
  - □ 91 days or more delinquent
  - □ Borrower in bankruptcy
  - □ In foreclosure

- The Debtor entity you assert is liable on your claim [Note: **If you assert that more than one Aegis entity is liable for such claim, provide all documents or evidence that you believe support this assertion.**]

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VERIFICATION

STATE/COMMONWEALTH OF _____

COUNTY OF _____

_____, being duly sworn, deposes and says:

I am the _____ of _____, the claimant submitting
           (Position)   *(Claimant/Entity)*

an EPD/Breach Claim in these Chapter 11 Cases ("Claimant").

I have read the foregoing EPD/Breach Claims Questionnaire and know the contents thereof, and believe the

information contained on such form, and related exhibits or appendices, submitted by Claimant to be true based

upon the records and documents of Claimant.

Dated: _____, 2010

_____
         (Signature)

Sworn to before me this

_____ day of _____, 2010

Notary Public

My Commission Expires _____

Seal _____